

County of Fairfax, Virginia

MEMORANDUM

Office of the County Attorney Suite 549, 12000 Government Center Parkway Fairfax, Virginia 22035-0064 Phone: (703) 324-2421; Fax: (703) 324-2665 www.fairfaxcounty.gov

DATE:

August 28, 2017

TO:

Bob Katai, Staff Coordinator

Zoning Evaluation Division

Department of Planning and Zoning

FROM:

Jo Ellen Groves, Paralegal

Office of the County Attorney

SUBJECT:

Affidavit

Application No.: RZ 2011-HM-013 Applicant: CARS-DB1, LLC PC Hearing Date: 9/14/17 BOS Hearing Date: 9/26/18

REF.:

125966

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 8/28/17, which bears my initials and is numbered 125966, when you prepare the staff report.

Thank you for your cooperation.

Attachment

cc: (w/attach) Damaris Martinez, Planning Technician I (Sent via e-mail)

Zoning Evaluation Division

Department of Planning and Zoning

REZONING AFFIDAVIT

1259leled

	DATE:	August 28, 2017	72.0 7.00
	<i>D</i> 1112.	(enter date affidavit is notarized)	
I, Elizabeth D. B (enter name of	aker, agent applicant or authoriz	, do hereby state that I am	ı an
(check one)	[] applicant	s authorized agent listed in Par. 1(a) belo	ow
in Application No.(s):	RZ 2011-HM-013 (enter Cou	unty-assigned application number(s), e.g.	. RZ 88-V-001)
and that, to the best of	my knowledge and b	belief, the following information is true:	
OWNERS, C and, if any of ATTORNEY of the foregoin (NOTE: All a Multiple relati Applicant/Tit	the foregoing is a TS and REAL ESTAng with respect to the relationships to the stonships may be list the Owner, etc. For	g of the names and addresses of all AP CHASERS, and LESSEES of the land RUSTEE,** each BENEFICIARY of ATE BROKERS, and all AGENTS were application: application listed above in BOLD printed together, e.g., Attorney/Agent, Cora multiparcel application, list the Tax the Relationship column.)	I described in the application,* of such trust, and all who have acted on behalf of any out must be disclosed. outract Purchaser/Lessee,
NAME (enter first name, mid name)	dle initial, and last	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
CARS-DB1, L.L.C.		8270 Greensboro Drive, Suite 950 McLean, VA 22102	Applicant/Title Owner of Tax Map 29-3 ((1)) 3B
Agents: John M. Wear Linda T. Ngu Jay M. Ferrier Catherine L. I Amy K. Dorri Christopher J. Erica B. Powe Jacob C. Stan	yen ro Potter ian . Sokira ers	· ·	•
Fairfax County Board		12000 Government Center Parkway, #533	Title Owner of Tax Map 29-3 ((1)) 5 pt.
County Executive/Age Edward L. Long Jr. (ef Kirk W. Kincannon (et	fective thru 9/15/17)	Fairfax, VA 22035	
(check if applicable)		There are more relationships to be listed a continued on a "Rezoning Attachment to	
* In the case of a con-	dominium, the title ov	wner, contract purchaser, or lessee of 10%	or more of the units in the

- * In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.
- ** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

FORM RZA-1 Updated (7/1/06)

125966d

Rezoning Attachment to Par. 1(a)

	DATE:	August 28, 2017 (enter date affidavit is notarized)	
for Application No. (s):	RZ 2011	-HM-013	

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

(enter County-assigned application number (s))

NAME
(enter first name, middle initial, and last

ADDRESS
(enter number, street, city, state, and zip

RELATIONSHIP(S)
(enter applicable relationships listed in BOLD above)

VIKA, Incorporated

8180 Greensboro Drive, #200 Tysons, VA 22102 Engineer/Agent

Agents: John F. Amatetti

Robert R. Cochran

P. Christopher Champagne

8180 Greensboro Drive, #200

Tysons, VA 22102

Engineer/Agent

VIKA Virginia, LLC

Agents: John F. Amatetti

P. Christopher Champs

P. Christopher Champagne Robert R. Cochran Michael D. Benton J. Thomas Harding Franklin E. Jenkins Jeffrey A. Kreps Nelson P. Kirchner

Anthony C. Morse (FORMER)

Joseph D. Amatetti Bryan D. Cichocki Douglas L. Koeser Andrea R. Crossett Stephen E. Crowell John A. Walsh

1025 Connecticut Avenue, NW

Architect/Agent

WDG Architecture, PLLC

Agents: Siti N. Abdul-Rahman C.R. George Dove Eric J. Liebmann

Rocio Sanchez Seijas (FORMER)

Washington, DC 20036

200 S. Peyton Street Alexandria, VA 22314-2813 Landscape Architect/Agent

LandDesign, Inc.

Agents: Peter R. Crowley
Gabriela Canamar Clark

Stephanie A. Pankiewicz Khristine F. Giangrandi Ralph Joseph Giangrandi, III

(check if applicable)

[√]

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

	Rez	zoning Attachment to Par. 1(a)	
	DATE:	August 28, 2017	1259660
		(enter date affidavit is notarized)	
for Application No. (s):	RZ 2011-F	IM-013	
11		nty-assigned application number (s))	
together, e.g., Atte	orney/Agent, ation, list the	on are to be disclosed. Multiple relation Contract Purchaser/Lessee, Applican Fax Map Number(s) of the parcel(s) for	t/Title Owner, etc. For a
NAME (enter first name, middle initia name)	l, and last	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
M. J. Wells and Associates, Inc		1420 Spring Hill Road, Suite 610 Tysons, VA 22102	Transportation Consultant/Agent
Agents: Terence J. Miller Robin L. Antonucci Christopher R. Kabatt Michael R. Pinkoske Samuel W. Beneck (For Courtney J. Menjivar Justin B. Schor Grady P. Vaughan John F. Cavan	ORMER)		
Walsh, Colucci, Lubeley & Wa	lsh, P.C.	2200 Clarendon Boulevard, Suite 1300 Arlington, VA 22201	Attorneys/Planners/Agents
Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson (M. Catharine Puskar Sara V. Mariska G. Evan Pritchard (FO Andrew A. Painter Matthew J. Allman Robert D. Brant Elizabeth D. Baker Inda E. Stagg Elizabeth A. Nicholson Amy E. Friedlander (F	RMER)		Attorney/Agent Attorney/Agent FORMER Attorney/Agent Attorney/Agent Attorney/Agent FORMER Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent FORMER Planner/Agent FORMER Planner/Agent
LPC Commercial Services, Inc. Agents: Bari S. Nichols Donald E. Bowers, Jr.		101 Constitution Avenue, NW Suite 325 East Washington, D.C. 20001	Consultant/Agent
(check if applicable)		ere are more relationships to be listed and P a "Rezoning Attachment to Par. 1(a)" form	

Page <u>3</u> of <u>3</u>

Rezoning Attachment to Par. 1(a)

125966d DATE: _____August 28, 2017 (enter date affidavit is notarized) for Application No. (s): RZ 2011-HM-013 (enter County-assigned application number (s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

RELATIONSHIP(S) **ADDRESS** NAME (enter applicable relationships (enter number, street, city, state, and zip (enter first name, middle initial, and last listed in **BOLD** above) name) Attorney/Agent 11951 Freedom Drive, Suite 1400 Cooley LLP Reston, VA 20190 Agents: Antonio J. Calabrese, Esq. Mark C. Looney, Esq. Colleen P. Gillis, Esq. Jill S. Parks, Esq.

Ben I. Wales, Planner Molly M. Novotny, Planner • Matthew S. Diana, FORMER Planner Jason L. Beske, Planner Samantha R. Steketee, Planner Danielle N. Stephens, Planner

Brian J. Winterhalter, Esq. Amanda R. Williams, Esq.

5300 Wellington Branch Drive, #100 Wetland Studies and Solutions, Inc. Gainesville, Virginia 20155

Environmental Consultant/Agent

Agents: Michael S. Rolband Christina Blevins Gardner Frank R. Graziano Mark W.\Headly

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

. Information updated.

[]

Page Two

REZONING AFFIDAVIT

		DATE:	August 28, 2017	120100
		<i>D</i> 11111	(enter date affidavit is notari	zed)
for Ap	plication No. (s): _	RZ 2011	-HM-013	
		(enter (County-assigned application num	1ber(s))
1(b).	affidavit who own	10% or more o	f any class of stock issued by sa lders, a listing of all of the share	of all corporations disclosed in this id corporation, and where such cholders, and if the corporation is CTORS of such corporation:
	E: Include SOLE F		SHIPS, LIMITED LIABILIT	Y COMPANIES, and REAL ESTATE
		C	ORPORATION INFORMATIO)N
CARS- 8270 G	E & ADDRESS OF DB1, L.L.C. breensboro Drive, Suiten, VA 22102		N: (enter complete name, numb	er, street, city, state, and zip code)
DESC	[✓] There are [] There are class of sto [] There are	10 or less sharehmore than 10 shapek issued by saimore than 10 shapek	check one statement) colders, and all of the shareholder areholders, and all of the shareho d corporation are listed below. areholders, but no shareholder ov poration, and no shareholders are	lders owning 10% or more of any <u>vns 10% or more</u> of any class
(1) C	ES OF THE SHARE ARS-DBSPE1, Inc., Napital Automotive L.P	1ember	enter first name, middle initial, an	d last name)
(1) Ca (2) Ca	ES OF OFFICERS ent, Vice-President, ARS-DBSPE1, Inc., N apital Automotive L.P apital Automotive Rea	Secretary, Tre Ianager ., Manager		tial, last name, and title, e.g.

(check if applicable) [✓] There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

	DATE: Au	augt 28, 2017	125966
	DATE:Au _y	ter date affidavit is notarized)	
for Application No. (s):	RZ 2011-HM-01	13	
Tor reprietation ivo. (b).	(enter County-as	signed application number (s))	
NAME & ADDRESS OF Co. (1) CARS-DBSPE1, Inc. 8270 Greensboro Drive, Sur McLean, VA 22102		enter complete name, number, str	eet, city, state, and zip code)
[] There are <u>mo</u> any class of s [] There are <u>mo</u>	or less shareholders re than 10 sharehold tock issued by said or re than 10 sharehold	c <u>one</u> statement) , and all of the shareholders are listers, and all of the shareholders of corporation are listed below. ders, but <u>no shareholder owns 10%</u> on, and <u>no shareholders are listed li</u>	wning 10% or more of <u>6 or more</u> of any class
NAMES OF SHAREHOLD (4) Capital Automotive LLC		ame, middle initial, and last name	
NAMES OF OFFICERS & Vice President, Secretary, T		nter first name, middle initial, last	name & title, e.g. President,
Powers, SVP & CAO: Michael J.	Sodo, FORMER SVP, T Risk Officer, GC & EV	VP & Dir of Acquisitions; Catherine L. P Freas & Dir of Fin Reptg; Christopher J. S P; David (nmi) Luski, FORMER SVP, D etor; Amy K. Dorrian, VP	Sokira, SVP & Dir of Portfolio Mgmt;
NAME & ADDRESS OF Co (4) Capital Automotive LLC 8270 Greensboro Drive, Sun McLean, VA 22102		enter complete name, number, str	eet, city, state, and zip code)
[] There are <u>mon</u> class of stock [] There are <u>mon</u>	or less shareholders, e than 10 shareholde issued by said corpo e than 10 shareholde	and all of the shareholders are listed and all of the shareholders are listed and all of the shareholders own aration are listed below. Bers, but no shareholder owns 10% cound no shareholders are listed below.	ing 10% or more of any o <u>r more</u> of any class of
NAMES OF THE SHAREF (5) Flag Fund V LLC, member (6) BSREP CARS Sub-Pooling, LL		first name, middle initial, and last n	ame)
President, Vice-President, Se Capital Automotive Real Estat Jay M. Ferriero, President & C B. Powers, SVP & CAO; Chris FORMER OFFICERS/DIREC McEvoy, SVP &Asst Sec; Bria	cretary, Treasurer, e Services, Inc., Compar OO; William J. Beck IV topher J. Sokira, SVP & FORS: David (nmi) Lus n T. Summers, VP & Tr (nmi) Luski, Paul (nmi) There is more corp	nter first name, middle initial, last netc.) ny Manager (owns less 10% of Capital A Y, SVP & Dir of Acquisitions; Catherine & Dir of Portfolio Mgmt; Amy K. Dorrianski, President; Jean Marie Apruzzese, EV reasurer; Andrew E. Peltz, VP & Asst Se McEvoy, Andrew E. Peltz, Brian T. Surporation information and Par. 1(b) is ment to Par. 1(b)" form.	utomotive LLC) L. Potter, SVP, Sec & GC; Erica n, VP P, CAO & Sec; Paul (nmi) c. Directors: Jean Marie nmers

		DATE:	August 28,	2017		1259660
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for Application	n No. (s):	RZ 2011-	-HM-013			
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(5) Flag Fund V	/ LLC sboro Drive, S		ION: (enter co	mplete name, nui	mber, street, city,	state, and zip code)
DESCRIPTIO [] []	There are 1 There are <u>r</u> any class o There are <u>r</u>	0 or less share nore than 10 sh f stock issued b nore than 10 sh	holders, and all nareholders, and by said corporate nareholders, but	ntement) of the shareholded all of the shareholded to shareholder on shareholders and share	olders owning 10 ow. owns 10% or more	% or more of
		DERS: (enter-Pooling LLC (6		ddle initial, and la	ast name)	
FORMER MEI		G&I Flag Fund	d V Real Estate l	nvestment Trust an	d Fund V/Co-Inve	estment Real Estate
(3) Capital Auto	DRESS OF omotive Real sboro Drive, S	CORPORATI	ION: (enter co		mber, street, city,	state, and zip code)
DESCRIPTIO [] []	There are 1 There are m class of store. There are m	O or less sharehore than 10 shack issued by saidore than 10 sha	nolders, and all areholders, and a decorporation as areholders, but reholders, but reholders,	of the shareholder all of the sharehol	ders owning 10% on the state of	or more of any
NAMES OF T (2) Capital Auto		CHOLDERS:	(enter first nam	e, middle initial, a	and last name)	
NAMES OF C				name, middle init	ial, last name, and	title, e.g.
Jay M. Ferric Powers, SVP	ero, President & P, Treasurer & C	CEO; William J. CAO; Christopher	Beck IV, SVP & J. Sokira, SVP &	Dir of Acquisitions; (Dir of Portfolio Mgn	Catherine L. Potter, S at; Amy K. Dorrian, V	SVP, Sec & GC; Erica B. VP; Roger Stattel, VP
(check if applica	ıble) [✓]		ore corporation	information and Pa	r. 1(b) is continued	l further on a

			Page <u>3</u> of
		Rezoning Attachment to Par. 1(b)	Page <u>3</u> of
	DATE:	August 28, 2017	
		(enter date affidavit is notarized)	
for Application No	(s): <u>RZ 20</u>	11-HM-013	<u> </u>
	(enter	County-assigned application number (s))	
(7) OP LP LLC	Drive, Suite 950	ATION: (enter complete name, number, street	, city, state, and zip code)
[] Th [] Th any [] Th	ere are 10 or less shapere are more than 10 or class of stock issued are more than 10 or control or	N: (check one statement) areholders, and all of the shareholders are listed shareholders, and all of the shareholders owned by said corporation are listed below. I shareholders, but no shareholder owns 10% of corporation, and no shareholders are listed below.	ing 10% or more of or more of any class
NAMES OF SHA (6) BSREP CARS S		iter first name, middle initial, and last name)	
	CERS & DIRECT cretary, Treasurer,	ORS: (enter first name, middle initial, last na etc.)	me & title, e.g. President,
NAME & ADDRE (6) BSREP CARS S 250 Vesey Street New York, NY 1	ub-Pooling LLC , 15 th Floor	ATION: (enter complete name, number, street	, city, state, and zip code)
[√] The [] The cla [] The	ere are 10 or less shapere are more than 10 as of stock issued by ere are more than 10	N: (check one statement) are holders, and all of the shareholders are listed behaveholders, and all of the shareholders owning said corporation are listed below. Shareholders, but no shareholder owns 10% or motion, and no shareholders are listed below.	g 10% or more of any
BSREP CARS Co-In CARS-DB1, L.L.C.)	vest REIT LLC (There	S: (enter first name, middle initial, and last name are more than 100 unitholders in this REIT, none and 10% of CARS-DB1, L.L.C.)	e) of whom own more than 10% of
	CERS & DIRECT	ORS: (enter first name, middle initial, last nam reasurer, etc.)	e, and title, e.g.
(check if applicable)		s more corporation information and Par. 1(b) is coring Attachment to Par. 1(b)" form.	ntinued further on a

		DATE.	August 28, 2017	•	1259660
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for Application 1	No. (s):	RZ 2011	-HM-013		
11	· /	(enter Co	ounty-assigned applicat	ion number (s))	
NAME & ADD VIKA, Incorporat 8180 Greensboro Tysons, VA 22102	ed Drive, Suite 2		ION: (enter complete	name, number, street,	city, state, and zip code)
[/] []	There are <u>10</u> There are <u>mo</u> class of stock There are <u>mo</u>	or less shareh re than 10 sha issued by sai re than 10 sha	check one statement) holders, and all of the shareholders, and all of the did corporation are listed areholders, but no share poration, and no shareholders.	e shareholders owning below. <u>holder owns 10% or m</u>	10% or more of any ore of any class
NAMES OF TH	E SHAREH	OLDERS: (enter first name, middle	initial, and last name)	
			L. Jenkins, Robert R. Coo D. Benton, Edmund J. Ign		k, Jeffrey B. Amateau, Kyle U.
NAME & ADDE VIKA Virginia, L. 8180 Greensboro Tysons, VA 22102	======================================		DN: (enter complete nar	me, number, street, city	, state, and zip code)
[]	There are <u>10</u> There are <u>mo</u> class of stock There are <u>mo</u>	or less shareh re than 10 sha issued by sai re than 10 sha	check one statement) olders, and all of the shareholders, and all of the d corporation are listed areholders, but no share poration, and no shareholders,	e shareholders owning below. holder owns 10% or me	10% or more of any
NAMES OF TH	E SHAREH	OLDERS: (6	enter first name, middle	initial, and last name)	
John F. Amatetti, Oliver, P. Christop	Charles A. Iris her Champag	h, Jr., Harry L ne, Michael D	. Jenkins, Robert R. Coc Benton, Edmund J. Ign	hran, Mark G. Morelock acio	x, Jeffrey B. Amateau, Kyle U.
NAMES OF OF President, Vice-l			RS: (enter first name, nasurer, etc.)	niddle initial, last name	, and title, e.g.
(check if applicabl	e) [✓]		nore corporation informat g Attachment to Par. 1(b)		inued further on a

		DATE.	August 28, 2017	1259660
		DATE:	August 28, 2017 (enter date affidavit is notarized)	_
for Application	No (c):	RZ 2011-	·	
for Application	140. (5)		unty-assigned application number (s))	
NAME & ADE LandDesign, Inc 200 S. Peyton St Alexandria, VA	reet	CORPORATIO	ON: (enter complete name, number, street, city	, state, and zip code)
DESCRIPTION [] []	There are 1 There are n class of sto There are n	<u>0 or less</u> shareho nore than 10 sha ck issued by said nore than 10 sha	check <u>one</u> statement) olders, and all of the shareholders are listed beareholders, and all of the shareholders owning d corporation are listed below. Areholders, but <u>no shareholder owns 10% or magnetion</u> , and <u>no shareholders are listed below</u> .	10% or more of any ore of any class
NAMES OF TI Peter R. Crowley Dale C. Stewart		HOLDERS: (e	enter first name, middle initial, and last name)	
NAMES OF O			RS: (enter first name, middle initial, last name asurer, etc.)	e, and title, e.g.
NAME & ADD M. J. Wells & As 1420 Spring Hill Tysons, VA 221	ssociates, Inc Road, Suite		N: (enter complete name, number, street, city	, state, and zip code)
DESCRIPTION [] [] [✓]	There are 1 class of stormere are n	O or less shareho nore than 10 sha ck issued by said nore than 10 sha	check <u>one</u> statement) olders, and all of the shareholders are listed be treholders, and all of the shareholders owning d corporation are listed below. In the shareholder owns 10% or memoration, and no shareholders are listed below.	10% or more of any ore of any class
M. J. Wells & As	ssociates, Inc	is an Employee	enter first name, middle initial, and last name) Stock Ownership Plan (ESOP). All employees of any class of stock.	are eligible Plan participants;
NAMES OF O President, Vice			RS: (enter first name, middle initial, last name asurer, etc.)	and title, e.g.
(check if applical	ble) [✓		ore corporation information and Par. 1(b) is contact Attachment to Par. 1(b)" form.	inued further on a

	DATE:	August 28	, 2017 affidavit is notarized)	125966d
for Application No. (a)	. DZ 2011	`	arridavit is notarizod)	
for Application No. (s)	(enter Co	ounty-assigned	application number (s))	
NAME & ADDRESS Walsh, Colucci, Lubeley 2200 Clarendon Bouleva Arlington, VA 22201	& Walsh, P.C.	ION: (enter co	omplete name, number, street, ci	ty, state, and zip code)
[√] There class o [] There	are <u>10 or less</u> share are <u>more than 10</u> sh f stock issued by sa are <u>more than 10</u> sh	holders, and all areholders, and id corporation a areholders, but	of the shareholders are listed beloall of the shareholders owning 10	% or more of any
NAMES OF THE SH Wendy A. Alexander David J. Bomgardner E. Andrew Burcher Thomas J. Colucci Michael J. Coughlin Peter M. Dolan, Jr.	AREHOLDERS: Jay du Vor William A John H. Fo H. Mark C Bryan H. C Michael J.	n . Fogarty oote ootzman Guidash	ne, middle initial, and last name) J. Randall Minchew Andrew A. Painter G. Evan Pritchard (FORMER) M. Catharine Puskar John E. Rinaldi Kathleen H. Smith	Lynne J. Strobel Garth M. Wainman Nan E. Walsh Sara V. Mariska Charles E. McWilliams
President, Vice-President	ent, Secretary, Tre ======= OF CORPORATIO	asurer, etc.)	name, middle initial, last name, a	
[] There a class o	are <u>10 or less</u> shareh are <u>more than 10</u> sh f stock issued by sa are <u>more than 10</u> sh	nolders, and all of areholders, and id corporation a areholders, but 1	of the shareholders are listed below all of the shareholders owning 10	% or more of any
NAMES OF THE SHA Managing Members: Mal Abdul-Rahman, Sean M. Members: Raymond L. W FORMER Managing Mer FORMER Members: Siti	colm D. Dixon, Fred Stadler Joerner, Steven S. So mbers: C. R. George	erick B. Hammaı hwartzman Dove, Marc Nat	middle initial, and last name) nn II, Eric J. Liebmann, Jeffrey A. M. hanson (nmi)	Iorris, Robert C. Keane, Siti N.
NAMES OF OFFICE President, Vice-President			name, middle initial, last name, a	nd title, e.g.
(check if applicable)		nore corporation g Attachment to 1	information and Par. 1(b) is continu Par. 1(b)" form.	ued further on a

	DATE:	August 28, 2017	125966
		(enter date affidavit is notarized)	
for Application No. (0unty-assigned application number (s))	
NAME & ADDRES LPC Commercial Servi 101 Constitution Avenu Suite 325 East Washington, D.C. 2000	S OF CORPORAT ces, Inc. ie, NW	TION: (enter complete name, number, street, city,	state, and zip code)
[√] Therefore [] Therefore class [] Therefore	e are 10 or less share e are more than 10 sh of stock issued by sa e are more than 10 sh	: (check one statement) cholders, and all of the shareholders are listed below. hareholders, and all of the shareholders owning 10% and corporation are listed below. hareholders, but no shareholder owns 10% or more of oration, and no shareholders are listed below.	or more of any
NAMES OF THE S A. Mack Pogue William C. Duvall William H. Hickey, Ju		e (enter first name, middle initial, and last name)	
NAMES OF OFFIC President, Vice-Presi		ORS: (enter first name, middle initial, last name, and easurer, etc.)	title, e.g.
NAME & ADDRESS Wetland Studies and So 5300 Wellington Branc Gainesville, Virginia 2	olutions, Inc. h Drive, #100	ON: (enter complete name, number, street, city, state	e, and zip code)
[] Ther class	e are 10 or less sharele are more than 10 sh of stock issued by sa e are more than 10 sh	(check <u>one</u> statement) holders, and all of the shareholders are listed below. hareholders, and all of the shareholders owning 10% and corporation are listed below. hareholders, but <u>no shareholder owns 10% or more</u> of rporation, and <u>no shareholders</u> are listed below.	
NAMES OF THE SE The Davey Tree Expe		(enter first name, middle initial, and last name)	
NAMES OF OFFIC President, Vice-Presi		PRS: (enter first name, middle initial, last name, and easurer, etc.)	title, e.g.
(check if applicable)		more corporation information and Par. 1(b) is continued	I further on a

	DATE: _		125966
		(enter date affidavit is notarized)	
for Application No. (s): _	RZ 201	11-HM-013	
	(enter C	County-assigned application number (s))	
NAME & ADDRESS OF The Davey Tree Expert Com 1500 N Mantua Street Kent, OH 44240		TION: (enter complete name, number, street, c	ity, state, and zip code)
DESCRIPTION OF CO	RPORATIO	N: (check one statement)	
[] There are	10 or less shar	reholders, and all of the shareholders are listed bel	ow.
[There are		shareholders, and all of the shareholders owning 1 said corporation are listed below.	0% or more of any
[] There are	more than 10 s	shareholders, but <u>no shareholder owns 10% or mor</u> poration, and <u>no shareholders are listed below</u> .	e of any class of
NAMES OF THE SHAR	EHOLDERS	S: (enter first name, middle initial, and last name)	
An employee-owned compa	my with the onl	ly shareholder that owns 10% or more is The Relianc	e Trust
Company, as trustee for the	Davey 401(k)	SOP and ESOP. There are in excess of thousands of	members
in this pension fund, none o	t whom own 10	0% or more of The Davey Tree Expert Company.	
President, Vice-President,		reasurer, etc.) ION: (enter complete name, number, street, city,	state, and zip code)
DESCRIPTION OF COR	PORATION:	c (check one statement)	
[] There are	10 or less share	eholders, and all of the shareholders are listed belo	ow.
[] There are		shareholders, and all of the shareholders owning 1	0% or more of any
class of sto	ock issued by s	said corporation are listed below. shareholders, but <u>no shareholder owns 10% or mo</u>	re of any class
of stock is	more than 10 s	orporation, and no shareholders are listed below.	<u>c</u> of any class
NAMES OF THE SHARE	CHOLDERS:	(enter first name, middle initial, and last name)	
NAMES OF OFFICERS President, Vice-President,		ORS: (enter first name, middle initial, last name, reasurer, etc.)	and title, e.g.
(check if applicable) [s more corporation information and Par. 1(b) is contining Attachment to Par. 1(b)" form.	nued further on a

REZONING AFFIDAVIT

DATE: August 28, 2017 (enter date affidavit is notarized)	U			
for Application No. (s): RZ 2011-HM-013 (enter County-assigned application number(s))				
1(c). The following constitutes a listing*** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:				
PARTNERSHIP INFORMATION				
PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code) (2) Capital Automotive L.P. 8270 Greensboro Drive, Suite 950 McLean, VA 22102				
(check if applicable) [] The above-listed partnership has no limited partners.				
NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)				
(4) Capital Automotive LLC, General Partner				
Limited Partners: (7) OP LP LLC (6) BSREP CARS Sub-Pooling LLC John M. Weaver Jay M. Ferriero				

(check if applicable) [✓] There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Page __1__ of __5__

Rezoning Attachment to Par. 1(c)

	DATE: August 28, 2017 (enter date affidavit is notarized)	125966d
for Application No. (s):	RZ 2011-HM-013 (enter County-assigned application number(s))	

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley LLP 11951 Freedom Drive, Suite 1400 Reston, VA 20190

(check if applicable) $[\checkmark]$ The above-listed partnership has <u>no limited partners</u>.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Gian-Michele a Marca

Jane K. Adams

Peter M. Adams

Maureen P. Alger

DeAnna D. Allen

Mazda K. Antia

Orion (nmi) Armon

Michael A. Attanasio

Jonathan P. Bach

Charles J. Bair

Celia Goldwag Barenholtz

Frederick D. Baron

Matthew S. Bartus

Michael D. Basile

Mark (nmi) Beckett

Ben (nmi) Beerle

Keith J. Berets

(check if applicable) [✓] There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

	DATE: August 28, 2017 (enter date affidavit is notarized)	- 125966d
for Application No. (s): _	RZ 2011-HM-013	
11 (/ ==	(enter County-assigned application number(s))	

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley LLP (continued) 11951 Freedom Drive, Suite 1400 Reston, VA 20190

(check if applicable)

[1]

The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Ann (nmi) Bevitt Laura Grossfield Birger Ryan E. Blair Thomas A. Blinka Nicholas (nmi) Bolter Barbara L. Borden Jodie M. Bourdet Wendy J. Brenner David (nmi) Bresnick Matthew J. Brigham James P. Brogan Nicole C. Brookshire Matthew D. Brown Alfred L. Browne, III Matthew T. Browne Peter F. Burns John T. Byrnes Robert T. Cahill Luke T. Cadigan

Adam C. Chase Reuben H. Chen William T. Christiansen II John A. Clark

(check if applicable)

Antonio J. Calabrese

Christopher C. Campbell

Matthew (nmi) Caplan

Lynda K. Chandler

Sean M. Clayton John A. Clendenin Thomas A. Coll Joseph W. Conroy Christopher (nmi) Coulter James R. Crabtree John W. Crittenden Janet L. Cullum Nathan K. Cummings John A. Dado Scott D. Dailard Benjamin G. Damstedt Craig E. Dauchy Mark J. Deem Manya (nmi) Deehr Louise M. Delahunty Renee R. Deming Karen E. Deschaine

Eric W. Doherty William P. Donovan Jr. Michelle C. Doolin

Sarah (nmi) DiFrancesca

Darren K. DeStefano

Joseph M. Drayton Matthew P. Dubofsky Christopher B. Durbin John C. Duwer

John C. Dwyer
Shannon M. Eagan
Erik S. Edwards
Ivor R. Elrifi
Gordon H. Empey
Sonya F. Erickson
Heidi A. Erlacher
Mark C. Everiss
Michael R. Faber
Lester J. Fagen
Jesse D. Farmer
Brent D. Fassett

Christopher M. Finney
M. Wainwright Fishburn Jr.
Patrick (nmi) Flanagan
Carlton (nmi) Fleming
Thomas J. Friel, Jr.
Francis M. Fryscak
Koji F. Fukumura
James F. Fulton Jr.
W. Andrew H. Gantt III
Eamonn J. Gardner

Lamoin V. Garaner

[] There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

	DATE: August 28, 2017 (enter date affidavit is notarized)	1259660
for Application No. (s):	RZ 2011-HM-013	
11	(enter County-assigned application number(s))	

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley LLP (continued) 11951 Freedom Drive, Suite 1400 Reston, VA 20190

(check if applicable) [✓] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Jon E. Gavenman Bobby A. Ghajar Patrick E. Gibbs Colleen P. Gillis Jonathon C. Glass Todd J. Gluth Daniel I. Goldberg Wendy C. Goldstein Kathleen A. Goodhart Seth (nmi) Gottlieb Shane L. Goudey Jonathan G. Graves Jacqueline I. Grise Kenneth L. Guernsey Patrick P. Gunn Divakar (nmi) Gupta Jeffrey M. Gutkin

William N. Haddad John B. Hale Charles (nmi) Haley Alan (nmi) Hambelton Danish (nmi) Hamid Laurence M. Harris M. R. Hartman III Bernard L. Hatcher Matthew B. Hemington Cathy Rae Hershcopf Gordon K. Ho Nicholas A. Hobson Paula E. Holland Lila W. Hope C. Thomas Hopkins Reginald Ronald Hopkinson Richard M. Hopley Mark M. Hrenya

Brendan J. Hughes
Christopher R. Hutter
Jay R. Indyke
Craig D. Jacoby
Eric C. Jensen
Robert L. Jones
Jeffrey M. Kaban
Richard S. Kanowitz
Kimberley J. Kaplan-Gross
Jeffrey S. Karr
Joshua A. Kaufman
Natasha E. Kaye

(check if applicable) [✓] There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

DATE:	August 28, 2017	
	(enter date affidavit is notarized)	

for Application No. (s): RZ 2011-HM-013

(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley LLP (continued) 11951 Freedom Drive, Suite 1400 Reston, VA 20190

(check if applicable)

[1]

The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

· Heidi M. Keefe David R. Kendall Jason L. Kent

Mehdi (nmi) Khodadad

Charles S. Kim Kevin M. King Benjamin H. Kleine Michael J. Klisch Jonie (nmi) Kondracki Jason M. Koral

Barbara A. Kosacz Kenneth J. Krisko Carol Denise Laherty Mark F. Lambert Matthew E. Langer Samantha M. LaPine Ray (nmi) LaSoya John G. Lavoie Brian F. Leaf Pang (nmi) Lee Robin J. Lee Jamie K. Leigh

Michael S. Levinson Stephane (nmi) Levy Elizabeth L. Lewis Jeffrey (nmi) Libson Michael R. Lincoln James C.T. Linfield

Samuel M. Livermore

(check if applicable)

Natasha V. Leskovsek

Shira Nadich Levin

Alan (nmi) Levine

Douglas P. Lobel

J. Patrick Loofbourrow Mark C. Looney Robert B. Lovett

Siana (nmi) Lowrey Haibo J. Lu

Edward J. Lukins Andrew P. Lustig Nicola K. Maguire

Joshua O. Mates James J. Maton Mika Reiner Mayer Robert M. McDowell Michael J. McGrail Becket (nmi) McGrath John T. McKenna Bonnie Weiss McLeod Lowell (nmi) Mead

> Laura M. Medina Beatriz (nmi) Mejia Craig A. Menden Erik B. Milch Chadwick L. Mills

Mark A. Medearis

David E. Mills J. Kevin Mills Barbara R. Mirza Patrick J. Mitchell

Phil (nmi) Mitchell Ali M. Mojdehi

Ann M. Mooney Timothy J. Moore M. Howard Morse

Phillip E. Morton Colm D. Murphy

Frederick T. Muto

Danielle E. Naftulin

Ryan E. Naftulin

Jeremy M. Naylor Stephen C. Neal

Ian (nmi) O'Donnell

Garth A. Osterman

Rama (nmi) Padmanabhan Kathleen M. Pakenham

Timothy G. Patterson

Matthew (nmi) Pavao

Sarah E. Pearce

Anne H. Peck

David G. Peinsipp

Nicole K. Peppe

Kevin J. Perry

Robert W. Phillips

Susan Cooper Philpot

Yvan-Claude J. Pierre

Frank V. Pietrantonio

Mark B. Pitchford

Noah (nmi) Pittard

Adam (nmi) Pivovar

Michael L. Platt

Christian E. Plaza

Aaron M. Pomeroy

Marya A. Postner

Steven M. Przesmicki

Frank F. Rahmani

Marc A. Recht

Michael G. Rhodes Michelle S. Rhyu

Lyle D. Roberts

[/] There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

Information updated.

	DATE: August 28, 2017 (enter date affidavit is notarized)	125966d
for Application No. (s):	RZ 2011-HM-013 (enter County-assigned application number(s))	<u>.</u>

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Cooley LLP (continued)
11951 Freedom Drive, Suite 1400
Reston, VA 20190

(check if applicable) [✓] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Paul A. Roberts John W. Robertson Ricardo (nmi) Rodriguez Kenneth J. Rollins Kevin K, Rooney Stephen H. Rosen Andrew E. Roth Adam J. Ruttenberg Akash (nmi) Sachdeva Thomas R. Salley, III Ryan (nmi) Sansom Marco A. Santori Glen Y. Sato Martin S. Schenker Marc G. Schildkraut Michelle G. Schulman William J. Schwartz Eric J. Schwartzman Ellen A. Scordino Audrey K. Scott John H. Sellers Ian R. Shapiro Michael N. Sheetz Jordan A. Silber Brent B. Siler Ian D. Smith

Whitty (nmi) Somvichian Geoffrey (nmi) Starr Anthony M. Stiegler Justin M. Stock Steven M. Strauss Marc (nmi) Suskin M. Anne Swanson C. Scott Talbot Mark P. Tanoury Joseph (nmi) Teja Jr. Avital Sealman Tene Gregory C. Tenhoff Michael E. Tenta Rachel (nmi) Thorn Michael R. Tollini Steven J. Tonsfeldt Michael S. Tuscan Jessica I. Valenzuela Santamaria Seth (nmi) Van Aalten

Jessica I. Valenzuela Santama Seth (nmi) Van Aalten Joseph J. Vaughan Miguel J. Vega Erich E. Veitenheimer, III

Aaron J. Velli
David A. Walsh
Mark B. Weeks
Mark R. Weinstein
Thomas S. Welk
Peter H. Werner
Scott B. Weston
Francis R. Wheeler
John N. Wilkinson
Geoffrey T. Willard
Andrew S. Williamson
Peter J. Willsey

Mark (nmi) Windfeld-Hansen

David J. Wittenstein
Nancy H. Wojtas
Amy M. Wood
J. Peyton Worley
Nan (nmi) Wu
Walter (nmi) Wu
Summer J. Wynn
Babak (nmi) Yaghmaie
Jonathan (nmi) Yorke
David R. Young
Christina (nmi) Zhang

Additions:

William (nmi) Corcoran Rod (nmi) Freeman Adit (nmi) Khorana Troy (nmi) Zander

<u>Additions (as of 8/17/17)</u>:

Meredith J. Beuchaw William (nmi) Corcoran Adam M. Dinow Daniel S. Peale Sacha D. Ross Robert D. Sanchez

(check if applicable)

Stephen R. Smith

[] There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

		DATE:	August 28, 2017 (enter date affidate	vit is notarized)		1259 Celel
for Ap	plication No. (s):		1-HM-013 County-assigned appli			
1(d).	One of the following	ng boxes <u>mu</u>	ıst be checked:			
	[] In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land:					
				,		
	aggregate (di	rectly and as	ed in Paragraphs 1(a), s a shareholder, partne OWNER, CONTRAC	er, and beneficiary	of a trust) 10% of	or more of the
2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or an his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interpartnership owning such land.				her		
	EXCEPT AS FOL	LOWS: (N	NOTE: If answer is n	one, enter "NONE	" on the line bel	ow.)
	NONE.					
,			•			
					•	
	,					
	7 1 1 10 11 11.	. r 1	There are more intere	ests to be listed and	Dor 2 is continu	ied on a
	(check if applicable	/ []	"Rezoning Attachmen		i i ai. 2 is commi	ioa on a

REZONING AFFIDAVIT

		DATE:	August 28, 2017 (enter date affidavit is notarized	125966)	
for A	pplication No. (s): _	RZ 2011- (enter C	•		
3.	That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or share of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.				
	EXCEPT AS FO	OLLOWS: (NO	<u>OTE</u> : If answer is none, enter "N	ONE" on line below.)	
(<u>NO'</u>	TE: Business or fin filing of this aphearings. See (check if applicab	oplication and Par. 4 below.) [e] T	ships of the type described in the before each public hearing must here are more disclosures to be list Rezoning Attachment to Par. 3" for		
4.	and trusts ownin PURCHASER, o and every public or supplemental	g 10% or more r LESSEE* of the hearing on this information, in-	in this affidavit is complete, that of the APPLICANT, TITLE OV the land have been listed and bromatter, I will reexamine this afficluding business or financial relation or after the date of this appli	VNER, CONTRACT bken down, and that prior to each idavit and provide any changed itionships of the type described	
WIT	NESS the following		Slighth DB	KoV Applicant's Authorized Agent	
	·		Elizabeth D. Baker, agent		
				itial, last name, and title of signee)	
Subs Virgi	cribed and sworn to inia, County/City of	before me this __ <u>Arlington</u> .	28 day of August	20 <u>17</u> , in the State/Comm. of Why K. Fall Notary Public	
Мус	commission expires:	11/30/2019		119.0017 1 40110	
	•		Γ	KIMBERLY K. FOLLIN	

HORM RZA-1 Updated (7/1/06)

KIMBERLY K. FOLLIN
Registration # 283945
Notary Public
COMMONWEALTH OF VIRGINIA